

PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

and to art. 106, paragraph 4 of Decree Law no. 18 of 17 March 2020, on measures to strengthen the National Health Service and economic support for families, workers and businesses related to the epidemiological emergency of COVID-19 (the "Decreto Cura Italia") as converted with modifications by Law 24 th April 2020 no. 27, as extended by effect of art. 3, D.L. 228/2021 as converted with modifications by Law 25th February 2022 n. 15, and as further extended by art. 3, paragraph 10 undecies Law Decree no. 198/2022, as converted with modifications by Law 24 February 2023 no. 14.

MONTE TITOLI S.p.A., with registered office in Milan, Piazza degli Affari No. 6, Tax Code No. 03638780159, belonging to the Euronext Group, Group VAT No. 10977060960 (hereinafter "Monte Titoli"), acting in the capacity of "Appointed Representative", pursuant to Article 135-undecies of Legislative Decree 58/1998 and to art. 106, paragraph 4 of Decreto Cura Italia, taking into account the extension established by D.L. 30th December 2021 no. 228, as converted with modifications by Law 25 th February 2022 n. 15, and the further extension by art. 3, paragraph 10-undecies, Law Decree no. 198/2022, as converted with modifications by Law 24 February 2023 no. 14, of SALVATORE FERRAGAMO S.p.A. (hereinafter the "Company"), in the person of its specifically tasked employee or associate, gathers voting proxies in relation to the Ordinary and Extraordinary General Meeting of SALVATORE FERRAGAMO to be held on the 26 April 2023, at 09.00 a.m., single call as set forth in the notice of the shareholders' meeting published on the Company's website at https://group.ferragamo.com, in the section Governance/Shareholders' Meeting 2023 on 16 March 2023 and, in abridged form, in the Italian daily newspaper "Milano Finanza" on 17 March 2023.

The form of proxy with the relating voting instructions shall be received, in original, by Monte Titoli by the end of the second open market day preceding the date set for the Meeting (i.e., by 11:59 p.m. of 24 April 2023). The proxies and voting instructions may be revoked within the same deadline.

Declaration of the Appointed Representative: Monte Titoli declares that it has no personal interest in the proposed resolutions being voted upon. However, taking into account the existing contractual relationships between Monte Titoli and the Company relating, in particular, to technical assistance at the meeting and ancillary services, in order to avoid any subsequent disputes related to the supposed presence of circumstances suitable for determining the existence of a conflict of interest referred to in article 135-decies, paragraph 2, lett. f), of the TUF, Monte Titoli expressly declares that, should circumstances which are unknown at the time of issue of the proxy arise, which cannot be communicated to the delegating party, or in the event of modification or integration of the proposals presented to the Shareholders' Meeting, it does not intend to express a vote different from that indicated in the instructions.

Please note: This form may be subject to change following any Integration of the agenda of the shareholders' meeting and presentation of new proposed resolutions pursuant to Article 126-bis Legislative Decree 58/1998, or individual proposed resolutions, in accordance with the terms and procedures indicated in the Notice of Call.

PROXY FORM (Part 1 of 2)

Complete with the information requested at the bottom of the form (§)

I, the undersigned (party signing the proxy)	(Name and Surname) (*)	
Born in (*)	On (*)	Tax identification code or other identification if
		foreign (*)
Resident in (*)	Address (*)	



PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

Phone No. (**)		Email (**)	
Valid ID document (to be enclosed as a		Issued by (*)	No. (*)
in quality of (tick th	e box that interests you) (*)		
☐ shareholder w	ith the right to vote	OR IF DIFFERENT FROM THE SHARE HOLDER	
	• • • • • • • • • • • • • • • • • • • •		entation of the powers of representation to be enclosed)
(accordate and if	Name Surname / Denomi	nation (*)	
(complete only if the shareholder is different from the proxy	Born in (*)	On (*)	Tax identification code or other identification if foreign (*)
signatory)	Registered office / Reside	nt in (*)	
Related to			
No. (*)	shares ISIN IT		count (1) n at the custodian
referred to the co	mmunication (pursuant to	art. 83-sexies Legislative Decree n. 58/1998) (2)	No Supplied by the intermediary:
(to be filled in wit	h information regarding any	further communications relating to deposits)	

EMARKET SDIR CERTIFIED

SALVATORE FERRAGAMO S.p.A.

PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

DELEGATES/SUB DELEGATES MONTE TITOLI S.P.A., to participate and vote in the Shareholders' Meeting indicated above as per the instructions provided below. **DECLARES**

- to be aware of the possibility that the proxy to the Designated Representative contains voting instructions even only on some of the proposed resolutions on the agenda and that, in this case, the vote will be exercised only for the proposals in relation to which they are you have given voting instructions and that you have requested the communication from the depositary intermediary for participation in the Shareholders' Meeting as indicated above;
- that there are no causes of incompatibility or suspension of the exercise of the right to vote.

AUTHORIZES Monte Titoli and the Company to the processing of their personal data for the purposes, under the conditions and terms indicated in the following paragraphs.

_	
(Place and Date) *	(Signature) *
VOTING INSTRUCTIONS (Part 2 of 2) intended for the Appointed Represent	tative only - Tick the relevant boxes
The undersigned (Personal details)	
(indicate the holder of the right to vote name and surname / denomination)	e only if different -

Hereby appoints Monte Titoli to vote in accordance with the voting instructions given below at Ordinary and Extraordinary General Meeting of SALVATORE

RESOLUTIONS SUBJECT TO VOTING

Ordinary Part

FERRAGAMO to be held on 26 April 2023, at 09.00 a.m., on single call.

EMARKET SDIR CERTIFIED

SALVATORE FERRAGAMO S.p.A.

PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

including the consolida year 2022, the Report	ated statement containing non-fi	of December, 31 2022, accompani inancial information pursuant to L ors and the Independent Auditors. ns.	egislative Decre	e No. 254 of 30 D	ecember 2016 rel	ating to the
Vote on proposal of the Board	of Directors		Tick only one box	☐ In Favour	☐ Against	☐ Abstain
If circumstances occur which a	re unknown or in the event of a v	ote on amendments or additions t	o the resolutions	submitted to the	e meeting	
Tick only one box		Modify the instructions (expres	s preference)			
☐ confirms the instructions	□ revokes the instructions	□ In Favour:			□ Against	□ Abstain
2 Allocation of the profit for th	ne year and distribution of part o	of the Extraordinary Reserve. Relat	ted and conseque	ent resolutions		
Vote on proposal of the Board		7	Tick only one box	□ In Favour	□ Against	□ Abstain
If circumstances occur which a	re unknown or in the event of a v	rote on amendments or additions t	o the resolutions	submitted to the	e meeting	
Tick only one box		Modify the instructions (expres	s preference)			
☐ confirms the instructions	□ revokes the instructions	□ In Favour:			□ Against	□ Abstain
3 Approval, pursuant to Article 114-bis of Legislative Decree No. 58 of 24 February 1998, of an incentive plan called "Performance Plan and Restricted Shares 2023-2025", reserved for directors and/or employees and/or collaborators of the Company and the companies of the Salvatore Ferragamo Group. Related and consequent resolutions.						
Vote on proposal of the Board	of Directors		Tick only one box	☐ In Favour	□ Against	□ Abstain



PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

If circumstances occur which ar	re unknown or in the event of a vo	ote on amendments or additions t	o the resolutions	submitted to the	e meeting	
Tick only one box		Modify the instructions (expres	s preference)			
□ confirms the instructions	□ revokes the instructions	□ In Favour:			□ Against	□ Abstain
	peneficiaries: updating of the und	e Shareholders' Meeting of 14 Dec lerpins to align them with the mo				
Vote on proposal of the Board	of Directors		Tick only one box	☐ In Favour	☐ Against	☐ Abstain
If circumstances occur which ar	re unknown or in the event of a vo	ote on amendments or additions t	o the resolutions	submitted to the	e meeting	
Tick only one box		Modify the instructions (expres	s preference)			
☐ confirms the instructions	□ revokes the instructions	□ In Favour:			□ Against	□ Abstain
5 Report on remuneration poli	icy and compensation paid:					
_	e Company's remuneration policy of 24 February 1998 ("TUF");	set forth in the first section of th	e report pursuar	nt to Article 123-	ter, paragraphs 3-	bis and 3-ter, of
Vote on proposal of the Board	of Directors		Tick only one box	☐ In Favour	☐ Against	☐ Abstain
If circumstances occur which are unknown or in the event of a vote on amendments or additions to the resolutions submitted to the meeting						
Tick only one box		Modify the instructions (expres	s preference)			

MONTE TITOLI S.p.A.



PROXI FORM TO THE APPOINTEL) REPRESENTATIVE PURSUANT TO ART. 135	-UNDECIES OF LEGISLATIVE DECREE 58	3/1998			
☐ confirms the instructions	☐ revokes the instructions	□ In Favour :		_	□ Against	□ Abstain
F.2 Danalustiana mafamadaa			was was about the	<u>.</u>		
5.2 Resolutions referred to	in the second section of the report	pursuant to Article 123-ter, pa	ragraph 6, of TUI	' ;		
Vote on proposal of the Boa	ord of Directors		Tick only one	^e □ In Favour	☐ Against	□ Abstain
If circumstances occur which	h are unknown or in the event of a	vote on amendments or additio	ns to the resolutio	ns submitted to the	e meeting	
Tick only one box		Modify the instructions (exp	oress preference)			
□ confirms the instructions	☐ revokes the instructions	□ In Favour:		_	□ Against	□ Abstain
	1. 60		_		_	_
6 Appointment of the Board	d of Statutory Auditors:					
6.1 Appointment of the me	mbers of the Board of Statutory A	uditors. Related and consequen	t resolutions;			
	list or the proposal (if submitted by sen or against / abstained with refe		Tick only one box	☐ List No./Proposal of resolution (shareholders' name)	□ Against	□ Abstain
If circumstances occur which are unknown or in the event of a vote on amendments or additions to the resolutions submitted to the meeting						
	Modi	fy the instructions (express prej	ference)			
□ confirms the instructions	□ revokes the instructions □ In	Favour :			☐ Against	□ Abstain





PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

6.2 Appointment of the Chairman of the Board of Statutory Auditors. Related and consequent resolutions;					
Proposed resolution (where submitted by holder of voting rights, published by th the absence of a minority list) ¹ (proposer)	e issuer and in	Tick only one box	□ In Favour	□ Against	□ Abstain
If circumstances occur which are unknown or in the event of a vote on amendments or additions to the resolutions submitted to the meeting					
Tick only one box Modify the ins	tructions (express	preference)			
□ confirms the instructions □ revokes the instructions □ In Favour :				□ Against	□ Abstain
6.3 Determination of the remuneration of the Board of Statutory Auditors. Related and consequent resolutions.					
6.3 Determination of the remuneration of the Board of Statutory Auditors. Rela	ted and conseque	nt resolutions.			
Proposed resolution (if submitted by the holder of voting rights and published by (proposer)	·	Tick only one box	□ In Favour	□ Against	□ Abstain
Proposed resolution (if submitted by the holder of voting rights and published by	the issuer)	Tick only one box			☐ Abstain
Proposed resolution (if submitted by the holder of voting rights and published by (proposer) If circumstances occur which are unknown or in the event of a vote on amendme	the issuer)	Tick only one box			□ Abstain
Proposed resolution (if submitted by the holder of voting rights and published by (proposer) If circumstances occur which are unknown or in the event of a vote on amendment of the control of the instance of the control of the instance occur. Modify the instance occur.	the issuer) nts or additions to	Tick only one box the resolutions preference)			□ Abstain

7 Appointment of a board member following the resignation of a board member. Any resolutions pursuant to Article 2390 of the Italian Civil Code. Related and consequent resolutions.

¹ Please note that, pursuant to art.30 lett. e of the Bylaws "if only one list or no list is submitted, all the candidates appearing on the list that hold the required position or respectively those voted for in the Shareholders' Meeting will be elected for the positions of statutory and substitute auditor, provided that these candidates receive the majority of the votes expressed in the Shareholders' Meeting. In any event, subject to compliance with the laws and regulations in force on gender balance".



PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

Proposal of resolution (if subm (proposer)	itted by the holder of voting right	s and published by the issuer)	Tick only one box	□ In Favour	□ Against	□ Abstain		
If circumstances occur which a	If circumstances occur which are unknown or in the event of a vote on amendments or additions to the resolutions submitted to the meeting							
Tick only one box		Modify the instructions (expres	s preference)					
□ confirms the instructions	☐ revokes the instructions	□ In Favour:			□ Against	□ Abstain		
	proposal of the Board of Statuto od 2020-2028. Related and conse	ory Auditors, of the remuneration quent resolutions.	of the auditing f	irm KPMG S.p.A.	, competent for th	ne legal audit of		
Vote on proposal of the Board Statutory Auditors	of Directors, based on the motiva	ted proposal of the Board of	Tick only one box	□ In Favour	☐ Against	☐ Abstain		
If circumstances occur which a	re unknown or in the event of a vo	ote on amendments or additions t	o the resolutions	submitted to the	e meeting			
Tick only one box		Modify the instructions (expres	s preference)					
☐ confirms the instructions	☐ revokes the instructions	□ In Favour:			□ Against	□ Abstain		
Extraordinary Part								
		to Article 5, subject to revocation elated and consequent resolution		ns referred to in	points 1 and 2 tak	en by the		
Vote on proposal of the Board	of Directors		Tick only one box	☐ In Favour	□ Against	☐ Abstain		
If circumstances occur which a	re unknown or in the event of a ve	ote on amendments or additions t	o the resolutions	submitted to the	e meeting			



SALVATORE FERRAGAMO S.p.A. PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-L	JNDECIES OF LEGISLATIVE DECREE 58/1998	
Tick only one box	Modify the instructions (express preference)	
□ confirms the instructions □ revokes the instructions	□ In Favour:	□ Against □ Abstain
(Place and Date) * (Signatu	ure) *	
DIRECTORS' LIABILITY ACTION		
n case of vote on a directors' liability action pursuant to art. 239 financial statements, the undersigned appoints the Appointed Re		reholders on the occasion of the approval of the
Tick only one box		
<u> </u>		
(Place and Date) * (Signa	nture) *	
INSTRUCTIONS FOR THE FILLING AND SURMISSION		

The person entitled to do so must request the depositary intermediary to issue the communication for participation in the shareholders' meeting referred to the Art. 83-sexies, Legislative Decree 58/1998)





- (1) Indicate the number of the securities custody account and the denomination of the depositary intermediary. The information can be obtained from the account statement provided by the intermediary.
- (2) Indicate the Communication reference for the Shareholders' Meeting issued by the depositary intermediary upon request from the person entitled to vote.
- (3) Pursuant to Article 135-undecies, paragraph 3, of Legislative Decree no. 58/1998, "The shares for which the proxy was granted, in full or in part, are counted for the purposes of determining that the meeting has been validly convened. In relation to proposals for which voting instructions were not given, the shareholder's shares do not count towards the calculation of the majority and the proportion of capital required for the approval of resolutions."
- (4) Specify the name and surname/denomination of the holder of voting rights (and the signatory of the Proxy Form and voting instructions, if different).
- (5) With reference to every items of the Agenda, if <u>significant circumstances occur which are unknown</u> at the time of granting the proxy (i.e. absence of proposals of the Board of Directors or absence of proposals indicated by the proposer in the terms of the law and issued by the Company), or if <u>amendments or additions are made to the proposed resolutions</u> put forward to the meeting and which cannot be notified to the proxy grantor, it is possible to choose from the following options: a) confirmation of the voting instruction already expressed; b) modification of the voting instruction already expressed; c) revocation of the voting instruction already expressed. In case no choices is effected by the delegating party, will, as far as possible, confirm the voting instructions given in the main section. If it is not possible to vote according to the instructions given, Monte Titoli will abstain on these matters.

The form of proxy with the relating voting instructions shall be received, in original, by Monte Titoli by the end of the second open market day preceding the date set for the Meeting (i.e., by 11:59 p.m. of 24 April 2023)

- −a copy of an identification document with current validity of the proxy grantor or
- -in case the proxy grantor is a legal person, a copy of an identification document with current validity of the interim legal representative or other person empowered with suitable powers, together with adequate documentation to state its role and powers

by one or other of the following two methods:

- i) transmission of an electronically reproduced copy (PDF) to the certified email address RD@pec.euronext.com (subject line "Proxy for Ferragamo 2023 Shareholders' Meeting") from one's own certified email address (or, failing that, from one's own ordinary email address, in which case the proxy with voting instructions must be signed with a qualified or digital electronic signature);
- ii) transmission of the original, by courier or registered mail with return receipt, to the following address: RegisterServices Area of Monte Titoli S.p.A., Piazza degli Affari n. 6, 20123 Milano (Ref. "Proxy for Ferragamo 2023 Shareholders' Meeting"), sending a copy reproduced electronically (PDF) in advance by ordinary e-mail



EMARKET

PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART. 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

to RD@pec.euronext.com (subject line: "Proxy for Ferragamo 2023 Shareholders' Meeting")

N.B. For any additional clarification regarding the issue of proxies (and in particular regarding how to complete and send the proxy form and voting instructions), authorized to participate in the general meeting can contact Monte Titoli S.p.A. by email to the following address RegisterServices@euronext.com or by phone at (+39) 02.33635810 during open office hours from 9:00 a.m. to 5:00 p.m. (UTC+1).

Monte Titoli's privacy policy is available at the link: https://www.euronext.com/en/privacy-statement.

PRIVACY POLICY STATEMENT PURSUANT TO ARTICLES 13 AND 14 OF EU REGULATION 2016/679

Pursuant to EU Regulation No. 679/2016 ("Regulation") and the current national legislation on the protection of personal data (hereinafter, together with the Regulation, the "Privacy Legislation"), Salvatore Ferragamo S.p.A. ("Company"), with registered office in Florence, Via Dei Tornabuoni No. 2, as Data Controller, informs you that the personal data provided with this proxy will be processed for the sole purpose of enabling the Company to manage the operations of the shareholders' meetings and the consequent legal obligations, in compliance with the Privacy Legislation. The legal basis for the processing is therefore, respectively, the need to execute the existing contractual relationship between you and the Company and the need to fulfill regulatory obligations to which the Company is subject.

The provision of personal data with this proxy is necessary in order to allow you to participate in the Shareholders' Meeting; without it, you will not be able to attend the Shareholders' Meeting and exercise your right to vote.

The personal data will be kept by the Company, together with the documents produced during the Meeting, in order to document what is transcribed in the minutes. In accordance with the principles of proportionality and necessity, personal data will be kept in a form that allows the identification of the data subjects for a period of time not exceeding the achievement of the purposes for which the data are processed.

Personal data may be made known to employees and collaborators of Salvatore Ferragamo S.p.A. for the pursuit of the purposes indicated above. Personal data will also be subject to publication by Ferragamo in order to fulfill current regulatory obligations.

Such data may be disclosed or communicated to specific parties in fulfillment of a legal obligation, regulation or EU legislation, or in accordance with provisions issued by Authorities empowered to do so by law or by supervisory and control bodies.

The subjects to whom the personal data refer may exercise, at any time by writing to privacy@ferragamo.com, the rights provided for in Articles 15-21 of the Regulation, where applicable, (in particular: access to data, rectification, cancellation, limitation of processing, portability of data) and the right to lodge a complaint with the Privacy Guarantor (www.garanteprivacy.it). Salvatore Ferragamo S.p.A. has designated a Data Protection Officer or DPO, who can be contacted at the following address: privacy@ferragamo.com.

Legislative Decree no. 58/1998

Article 126-bis



(Integration of the agenda of the shareholders' meeting and presentation of new proposed resolutions)

- 1. Shareholders, who individually or jointly account for one fortieth of the share capital may ask, within ten days of publication of the notice calling the shareholders' meeting, or within five days in the event of calling the meeting in accordance with article 125-bis, subsection 3 or article 104, subsection 2, for the integration of the list of items on the agenda, specifying in the request, the additional items they propose or presenting proposed resolution on items already on the agenda. The requests, together with the certificate attesting ownership of the share, are presented in writing, by correspondence or electronically, in compliance with any requirements strictly necessary for the identification of the applicants indicated by the company. Those with voting rights may individually present proposed resolutions in the shareholders' meeting. For cooperative companies the amount of the capital is determined by the statutes also in derogation of article 135.
- 2. Integrations to the agenda or the presentation of further proposed resolutions on items already on the agenda, in accordance with subsection 1, are disclosed in the same ways as prescribed for the publication of the notice calling the meeting, at least fifteen days prior to the date scheduled for the shareholders' meeting. Additional proposed resolutions on items already on the agenda are made available to the public in the ways pursuant to article 125-ter, subsection 1, at the same time as publishing news of the presentation. Terms are reduced to seven days in the case of shareholders' meetings called in accordance with article 104, subsection 2 or in the case of a shareholders' meeting convened in accordance with article 125-bis, subsection 3.
- 3. The agenda cannot be supplemented with items on which, in accordance with the law, the shareholders' meeting resolved on proposal of the administrative body or on the basis of a project or report prepared by it, other than those specified under article 125-ter, subsection 1.
- 4. Shareholders requesting integration in accordance with subsection 1 shall prepare a report giving the reason for the proposed resolutions on the new items for which it proposes discussion or the reason relating to additional proposed resolutions presented on items already on the agenda. The report is sent to the administrative body within the final terms for presentation of the request for integration. The administrative body makes the report available to the public, accompanied by any assessments, at the same time as publishing news of the integration or presentation, in the ways pursuant to article 125-ter, subsection 1.
- 5. If the administrative body, or should it fail to take action, the board of auditors or supervisory board or management control committee fail to supplement the agenda with the new items or proposals presented in accordance with subsection 1, the court, having heard the members of the board of directors and internal control bodies, where their refusal to do so should prove to be unjustified, orders the integration by decree. The decree is published in the ways set out by article 125-ter, subsection 1.

Article 135-decies

(Conflict of interest of the representative and substitutes)

- 1. Conferring proxy upon a representative in conflict of interest is permitted provided that the representative informs the shareholder in writing of the circumstances giving rise to such conflict of interest and provided specific voting instructions are provided for each resolution in which the representative is expected to vote on behalf of the shareholder. The representative shall have the onus of proof regarding disclosure to the shareholder of the circumstances giving rise to the conflict of interest. Article 1711, second subsection of the Italian Civil Code does not apply.
- 2. In any event, for the purposes of this article, conflict of interest exists where the representative or substitute:
- a) has sole or joint control of the company, or is controlled or is subject to joint control by that company;
- b) is associated with the company or exercises significant influence over that company or the latter exercises significant influence over the representative;
- c) is a member of the board of directors or control body of the company or of the persons indicated in paragraphs a) and b);
- d) is an employee or auditor of the company or of the persons indicated in paragraph a);
- e) is the spouse, close relative or is related by up to four times removed of the persons indicated in paragraphs a) to c);



PROXY FORM TO THE APPOINTED REPRESENTATIVE PURSUANT TO ART, 135-UNDECIES OF LEGISLATIVE DECREE 58/1998

- f) is bound to the company or to persons indicated in paragraphs a), b), c) and e) by independent or employee relations or other relations of a financial nature that compromise independence.
- 3. Replacement of the representative by a substitute in conflict of interest is permitted only if the substitute is indicated by the shareholder. In such cases, subsection 1 shall apply. Disclosure obligations and related onus of proof in any event remain with the representative.
- 4. This article shall also apply in cases of share transfer by proxy.

Article 135-undecies

(Appointed representative of a listed company)

- 1. Unless the Articles of Association decree otherwise, companies with listed shares designate a party to whom the shareholders may, for each shareholders' meeting and within the end of the second trading day prior to the date scheduled for the shareholders' meeting, including for callings subsequent to the first, a proxy with voting instructions on all or some of the proposals on the agenda. The proxy shall be valid only for proposals on which voting instructions are conferred.
- 2. Proxy is conferred by signing a proxy form, the content of which is governed by a Consob regulation. Conferring proxy shall be free of charge to the shareholder. The proxy and voting instructions may be cancelled within the time limit indicated in subsection 1.
- 3. Shares for which full or partial proxy is conferred are calculated for the purpose of determining due constitution of the shareholders' meeting. With regard to proposals for which no voting instructions are given, the shares are not considered in calculating the majority and the percentage of capital required for the resolutions to be carried.
- 4. The person appointed as representative shall any interest, personal or on behalf of third parties, that he or she may have with respect to the resolution proposals on the agenda. The representative must also maintain confidentiality of the content of voting instructions received until scrutiny commences, without prejudice to the option of disclosing such information to his or her employees or collaborators, who shall also be subject to confidentiality obligations. The party appointed as representative may not be assigned proxies except in compliance with this article.
- 5. By regulation pursuant to subsection 2, Consob may establish cases in which a representative failing to meet the indicated terms of Article 135-decies may express a vote other than that indicated in the voting instructions.

Decree Law no. 18 of 17 March 2020

(as converted with modification by Law 24th April 2020 no. 27 and as extended by effect of art. 3, D.L. 228/2021 as converted with modifications by Law 25th February 2022 n. 15 and further extended by effect of art. 3, paragraph 10-undecies, Law Decree no. 198/2022, as converted with modifications by Law 24 February 2023 no. 14)

Article 106

(Rules for the conduct of shareholders' meetings)

- [...] 4. Companies with listed shares may appoint the representative required by Article 135-undecies of Legislative Decree No. 58 of February 24, 1998, even if the Bylaws provide otherwise. The same companies may also provide in the notice of call that attendance at the shareholders' meeting shall take place exclusively through the Appointed representative designated pursuant to article 135-undecies of legislative decree no. 58 of 24 February 1998; the aforementioned Appointed representative may also be granted proxies or sub- proxies pursuant to article 135-novies of legislative decree no. 58 of 24 February 1998, as an exception to article 135-undecies, paragraph 4, of the same decree.
- 5. Paragraph 4 also applies to companies admitted to trading on a multilateral trading facility and to companies with shares widely distributed among the public. [...]



Proxy form to the appointed representative pursuant to art. 135-undecies of legislative decree 58/1998

7. The provisions of this Article shall apply to assemblies held within 31 July 2023.